The file contains:

1. Draft resolution of the Annual General Meeting
RESOLUTION NO.
OF THE ANNUAL GENERAL MEETING
OF GRUPA AZOTY S.A. OF TARNÓW
HELD ON JUNE 29TH 2020
TO ADOPT THE AGENDA

Acting pursuant to Par. 21 and Par. 22.1 of the Rules of Procedure for the General Meeting, the Annual General Meeting of Grupa Azoty S.A. (the “Company”) resolves as follows:

Section 1
The Annual General Meeting of the Company adopts the following agenda for the Meeting:

1. Opening of the Meeting.
2. Appointment of the Chairperson of the Meeting.
3. Confirmation that the Meeting has been properly convened and has the capacity to pass resolutions.
4. Adoption of the agenda.
5. Consideration and, if thought fit, passing a resolution to abolish the secrecy of voting on the election of committees to be appointed by the Annual General Meeting.
6. Appointment of a Ballot Counting Committee for the Annual General Meeting
7. Review of the Supervisory Board’s reports:
   a) Report of the Supervisory Board of Grupa Azoty S.A. on assessment of the following statements and reports for 2019:
13. Consideration and, if thought fit, passing a resolution to allocate Grupa Azoty S.A.’s net profit for the financial year 2019.
14. Consideration and, if thought fit, passing resolutions to grant discharge from liability for Members of the Management Board in respect of 2019.
15. Consideration and, if thought fit, passing resolutions to grant discharge from liability for Members of the Supervisory Board in respect of 2019.
17. Appointment of the Chairperson of the Supervisory Board of the 11th term of office.
18. Current information for the Shareholders.
19. Closing of the Meeting.

Section 2
This Resolution shall become effective upon its adoption.

**GROUNDS**

The resolution is formal and procedural in nature, in accordance with:

- Par. 21 of the Rules of Procedure for the Company’s General Meeting, which reads as follows: “Having confirmed that the Meeting has the capacity to adopt resolutions, the Chairperson shall present the agenda and put it to the vote.”
- Par. 22.1 of the Rules of Procedure for the Company’s General Meeting, which reads as follows: “Decision concerning adoption of the agenda for the Meeting or introduction of changes into the agenda shall be made exclusively by the Meeting by way of a resolution.”